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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION**

WOODLAWN FOUNDATION,

Plaintiff,

v.

UNITED STATES OF AMERICA,

Defendant.

Case No. 06-3113-CRB

**PARTIES' STIPULATED
 REQUEST FOR ORDER OF
 CONDITIONAL DISMISSAL
 AND ~~PROPOSED~~ ORDER**

**IT IS HEREBY STIPULATED AND AGREED AND RESPECTFULLY
 REQUESTED** by and between the parties to this action, as reflected by the signatures of their
 respective counsel as set forth below, that the parties have reached a settlement in principle which
 would resolve all issues.

The parties request that the Court enter a conditional dismissal for a period of 120 days to
 allow the government to submit the settlement offer to the Assistant Attorney General of the Tax
 Division, Washington D.C. for approval and to submit the settlement offer to Woodlawn
 Foundation for approval.

Respectfully submitted,

CARR, McClellan, INGERSOLL,
 THOMPSON & HORN

Dated: February 21, 2007

/s/ Lage Anderson
 LAGE ANDERSON
 Attorney for Plaintiff

SCOTT N. SCHOOLS
United States Attorney

Dated: February 21, 2007

By: /s/ Cynthia Stier
CYNTHIA STIER

Assistant United States Attorney
Attorneys for the United States of America

ORDER

Pursuant to the Stipulation of the parties as set forth above, and for good cause shown,

IT IS HEREBY ORDERED that this action and all claims asserted herein are
DISMISSED with prejudice. In the event that the settlement is not reached, any party may move
to reopen the case and the trial will be rescheduled, provided that such motion is filed within 120
days of this order. All scheduled dates, including the trial and pretrial dates, are VACATED.
IT IS SO ORDERED.

Dated: February 26, 2007

~~THE HONORABLE CHARLES R. BREYER~~
~~UNITED STATES DISTRICT COURT~~

